

**UNITED STATES DISTRICT COURT  
WESTERN DISTRICT OF PENNSYLVANIA**

STEVE WALLING, Individually and on behalf  
of himself and all others similarly situated,

Plaintiff,

- v. -

THE KRAFT HEINZ COMPANY, BERNARDO  
HEES, PAULO BASILIO, DAVID KNOPF,  
GEORGE ZOGHBI, CHRISTOPHER R.  
SKINGER, VINCE GARLATI, and 3G  
CAPITAL INC.,

Defendants.

Case No. 2:19-cv-00214-MRH

**JOINT STIPULATION AND  
[PROPOSED] ORDER**

WHEREAS, on February 26, 2019, Plaintiff in the above-captioned action (the “Action”) filed a class action complaint asserting claims against Defendants The Kraft Heinz Company, Bernardo Hees, Paulo Basilio, David Knopf, George Zoghbi, Christopher R. Skinger, Vince Garlati, and 3G Capital Inc. (“3G Capital,” and collectively, “Defendants”) pursuant to Sections 10(b) and 20(a) of the Securities Exchange Act of 1934, 15 U.S.C. Sections 78j(b) and 78t(a), and Rule 10b-5 promulgated thereunder by the SEC, 17 C.F.R. Section 240.10b-5;

WHEREAS, the Action was assigned to United States District Court Chief Judge Mark R. Hornak;

WHEREAS, the complaint in this Action is governed by the Private Securities Litigation Reform Act, 15 U.S.C. § 78u-4 *et seq.* (the “PSLRA”), which, among other things, provides for a specific process for the appointment of lead plaintiff(s) and lead counsel to represent the putative class;

WHEREAS, pursuant to Section 21D(a)(3)(A) of the Securities Exchange Act of 1934, 15 U.S.C. § 78u-4(a)(3)(A), as amended by the PSLRA, the deadline for any Class member to move for appointment as lead plaintiff is April 25, 2019;

WHEREAS, on March 5, 2019, Defendants The Kraft Heinz Company, Bernardo Hees, Paulo Basilio, David Knopf, George Zoghbi, Christopher R. Skinger, and Vince Garlati, by their counsel Stephen M. Mahieu, executed waivers of the service of the summons and complaint, without prejudice to and without waiver of any of those Defendants' defenses, objections or arguments, except as to sufficiency of service of process; and

WHEREAS, 3G Capital was served with the Complaint on March 1, 2019 and Plaintiff and 3G Capital agreed, by email dated March 22, 2019, that 3G Capital would not have to respond to the Complaint until after the schedule set forth in this stipulation;

IT IS HEREBY STIPULATED AND AGREED, by and between Plaintiff and Defendants, as follows:

1. Undersigned counsel for Defendants is authorized to accept, and hereby does accept, service of the summons and complaints in the Action on behalf of all Defendants, without prejudice and without waiver of any of Defendants' defenses, objections or arguments, except as to sufficiency of service of process.

2. Defendants shall not be required to answer or otherwise respond to, and are hereby expressly relieved from answering or otherwise responding to, any complaints filed in the Action subject to the provisions of paragraphs 3 and 4 below.

3. Within 60 days after the entry of an order appointing, pursuant to the PSLRA, lead plaintiff(s) and lead counsel in the Action (or a consolidated action encompassing the Action), lead plaintiff(s) shall either: (1) serve and file a consolidated class action complaint,

which shall serve as the operative complaint in the action and shall supersede all other complaints filed in and/or transferred to this Court related to the Action; or (2) notify counsel for Defendants that the complaint previously filed by lead plaintiff(s) will remain the operative complaint in the Action;

4. Defendants shall have 60 days from the date on which lead plaintiff(s) complies with paragraph 3 to move or plead in response to the operative complaint.

5. Lead plaintiff(s) shall have 60 days from the date on which Defendants move or plead to file a memorandum in opposition.

6. Defendants shall have 45 days from the date on which lead plaintiff(s) file(s) an opposition to file their reply.

7. There have been no requests for an extension of time previously made in this matter.

Dated: April 18, 2019

Respectfully submitted,

**BLANK ROME LLP**

BY: /s/ Roy W. Arnold

Roy W. Arnold  
501 Grant Street, Suite 850  
Pittsburgh, PA 15219  
Phone: (412) 932-2800  
Fax: (412) 932-2777  
Email: rarnold@blankrome.com

**PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP**

Daniel J. Kramer (*pro hac vice*)  
Andrew J. Ehrlich (*pro hac vice*)  
William A. Clareman (*pro hac vice*)  
1285 Avenue of the Americas  
New York, NY 10019-6064  
Phone: (212) 373-3000  
Fax: (212) 757-3990  
Email: dkramer@paulweiss.com  
Email: aehrlich@paulweiss.com  
Email: wclareman@paulweiss.com

*Counsel for Defendants The Kraft Heinz  
Company, Bernardo Hees, Paulo Basilio, David  
Knopf, George Zoghbi, Christopher R. Skinger,  
and Vince Garlati*

**COHEN & GRIGSBY, P.C.**

BY: /s/ Larry K. Elliott

Larry K. Elliott  
625 Liberty Avenue, 5th Floor  
Pittsburgh, PA 15222  
Phone: (412) 297-4900  
Fax: (412) 209-0672  
Email: lelliott@cohenlaw.com

**KIRKLAND & ELLIS LLP**

Sandra C. Goldstein (*pro hac vice* to be filed)  
601 Lexington Avenue  
New York, NY 10022  
Phone: (212) 446-4800  
Fax: (212) 446-4900  
Email: sandra.goldstein@kirkland.com

*Counsel for Defendant 3G Capital Inc.*

**LAW OFFICES OF ALFRED G. YATES,  
JR.**

BY: /s/ Alfred G. Yates, Jr  
Alfred G. Yates , Jr.  
300 Mount Lebanon Boulevard  
Suite 206B  
Pittsburgh, PA 15234  
Phone: (412) 391-5164  
Email: yateslaw@aol.com

**ROBBINS GELLER RUDMAN & DOWD  
LLP**

Samuel H. Rudman (admitted *pro hac vice*)  
David A. Rosenfeld (admitted *pro hac vice*)  
58 South Service Road  
Suite 200  
Melville, NY 11747  
Phone: (631) 367-7100  
Fax: (631) 367-1173  
Email: srudman@rgrdlaw.com  
drosenfeld@rgrdlaw.com

**JOHNSON FISTEL LLP**

Michael I. Fistel, Jr. (*pro hac vice* to be filed)  
40 Powder Springs Street  
Marietta, GA 30064  
Phone: 470/632-6000  
Fax: (770) 200-3101  
Email: michael.fistel@johnsonfistel.com

*Counsel for Plaintiff*

SO ORDERED.

Dated: \_\_\_\_\_, 2019

---

Honorable Mark R. Hornak  
United States District Chief Judge